

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)
) Chapter 11
)
HORNBLOWER HOLDINGS LLC, <i>et al.</i> ¹) Case No. 24-90061 (MI)
)
Debtors.) (Jointly Administered)
)

NOTICE OF ADJOURNMENT OF AUCTION

[Related to Docket Nos. 166, 317]

PLEASE TAKE NOTICE that, on February 21, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

PLEASE TAKE FURTHER NOTICE that, on March 22, 2024, the Court entered the *Modified Order (A) Approving (I) Bidding Procedures for the Sale of the AQV Debtors’ Assets, (II) Procedures Regarding Bid Protections, (III) the Scheduling of Certain Dates with Respect Thereto, (IV) the Form and Manner of Notice Thereof, (V) Contract Assumption, Assignment, and Rejection Procedures, and (VI) Certain Procedures to Otherwise Dispose of the AQV Assets, and (B) Authorizing the Debtors to Enter into Agreements for the Sale of Their Assets Free and Clear of All Liens, Claims, And Encumbrances* [Docket No. 317] (the “Modified Bidding Procedures

¹ The last four digits of Debtor Hornblower Holdings LLC’s tax identification number are 6035. Due to the large number of debtor entities in these chapter 11 cases, which are being jointly administered, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://omniagentsolutions.com/Hornblower>. The location of the Debtors’ service address for purposes of these chapter 11 cases is Pier 3 on The Embarcadero, San Francisco, CA 94111.

Order”),² approving, among other things, modified Bidding Procedures with respect to the Debtors’ proposed sale of the AQV Assets.³

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bidding Procedures, the Auction was originally scheduled to commence on March 27, 2024 at 9:00 a.m. (prevailing Central Time).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bidding Procedures, the Debtors reserved the right, in their reasonable business judgment and subject to consultation with the Consultation Parties, to adjourn the Auction one or more times to, among other things, (i) facilitate discussions between the Debtors and Qualified Bidders, (ii) allow Qualified Bidders to consider how they wish to proceed, and (iii) provide Qualified Bidders the opportunity to provide the Debtors with such additional evidence as the Debtors, in their reasonable business judgment, may require that the Qualified Bidder has sufficient internal resources or has received sufficient non-contingent debt and/or equity funding commitments to consummate the proposed transaction at the prevailing amount.

PLEASE TAKE FURTHER NOTICE that, accordingly, the Auction has been adjourned to **March 28, 2024, at 1:00 p.m. (prevailing Central Time)**.

PLEASE TAKE FURTHER NOTICE that the Debtors will conduct the Auction via remote videoconference in accordance with the Bidding Procedures. Prior to the Auction, the

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Modified Bidding Procedures Order.

³ The Bidding Procedures are attached as Exhibit 1 to the Modified Bidding Procedures Order. The Modified Bidding Procedures Order is a modified version of the *(A) Approving (I) Bidding Procedures for the Sale of the AQV Debtors’ Assets, (II) Procedures Regarding Bid Protections, (III) the Scheduling of Certain Dates with Respect Thereto, (IV) the Form and Manner of Notice Thereof, (V) Contract Assumption, Assignment, and Rejection Procedures, and (VI) Certain Procedures to Otherwise Dispose of the AQV Assets, and (B) Authorizing the Debtors to Enter into Agreements for the Sale of Their Assets Free and Clear of All Liens, Claims, And Encumbrances* [Docket No. 166], which the Court entered on February 28, 2024.

Debtors will circulate login instructions for the remote videoconference to all parties permitted to attend the Auction under the Bidding Procedures.

PLEASE TAKE FURTHER NOTICE that nothing herein shall limit the Debtors' ability to modify the Bidding Procedures or adjourn the Auction further in accordance with the terms thereof.

[Remainder of page intentionally left blank.]

March 26, 2024

Respectfully submitted,

By: /s/ John F. Higgins

PORTER HEDGES LLP

John F. Higgins (TX Bar No. 09597500)
M. Shane Johnson (TX Bar No. 24083263)
Megan Young-John (TX Bar No. 24088700)
1000 Main St., 36th Floor
Houston, Texas 77002
Telephone: (713) 226-6000
Facsimile: (713) 226-6248
jhiggins@porterhedges.com
sjohnson@porterhedges.com
myoung-john@porterhedges.com

- and -

**PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP**

Paul M. Basta (admitted *pro hac vice*)
Jacob A. Adlerstein (admitted *pro hac vice*)
Kyle J. Kimpler (admitted *pro hac vice*)
Sarah Harnett (admitted *pro hac vice*)
Neda Davanipour (admitted *pro hac vice*)
Kyle R. Satterfield (admitted *pro hac vice*)
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
pbasta@paulweiss.com
jadlerstein@paulweiss.com
kkimpler@paulweiss.com
sharnett@paulweiss.com
ndavanipour@paulweiss.com
ksatterfield@paulweiss.com

*Proposed Counsel to the Debtors and
the Debtors in Possession*

Certificate of Service

I certify that on March 26, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ John F. Higgins
John F. Higgins
